

EXHIBIT A



Robert M. Charles, Jr.
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Admitted in: Arizona and Nevada

Our File Number: 47419-00001

June 24, 2011

Via Email

Mr. Donald H. Pinsker
sinatrapinsker@embarqmail.com
8650 West Verde Way
Las Vegas, NV 89149-0869

Re: USA Commercial Mortgage Company
Your Claim re Oak Shores II

Dear Mr. Pinsker:

This letter follows up our settlement conference with Geoff Berman today and will serve to confirm the following. The settlement would be to allow an unsecured claim for your investment in the Oak Shores loan in the amount of \$20,000, and the balance of the claim concerning that loan, about \$120,000, will be disallowed. When the court enters an order approving the settlement, Geoff Berman as trustee will distribute 4.92% of the \$20,000 as an interim distribution, and the \$20,000 allowed claim will share pro rata in future distributions.

This agreement is made for purposes of settlement and is not an admission by you or the trustee of anything. Nor can anyone else say that they can take advantage of the agreement. There are no other terms of the agreement.

If this is our agreement, please sign the counterpart of this letter and return it to me. We have agreed to submit the settlement to Judge Riegle for approval. If we need to make changes, please let me know.

LEWIS
AND
ROCA
LLP
LAWYERS

Mr. Donald H. Pisker
June 24, 2011
Page 2

Thank you for your courtesy in this matter.

Sincerely,



Robert M. Charles, Jr.

RMC/rle

Copy: Geoffrey L. Berman, Trustee

Settlement approved:


Donald H. Pisker